

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W. R. GRACE & CO., <i>et al.</i> , ¹)	Case No. 01-1139 (JKF)
)	Jointly Administered
Debtors.)	
)	Related to Docket No. 11772

Objection Deadline: April 3, 2006 at 4:00 p.m. (prevailing Eastern time)
Hearing Date: To Be Determined, Only If Timely Objections Are Filed

AMENDED THIRD MONTHLY APPLICATION OF
BEVERIDGE & DIAMOND, P.C.
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES
AS COUNSEL TO THE DEBTORS FOR THE
PERIOD FROM DECEMBER 1, 2005 THROUGH DECEMBER 31, 2005

Name of Applicant:	Beveridge & Diamond, P.C.
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	May 12, 2005
Period for which Compensation and Reimbursement is Sought:	December 1, 2005 through December 31, 2005
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$5,726.25
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$1,308.41

This is a: XX monthly _____ interim _____ final application.

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (*f/k/a* Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (*f/k/a* Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (*f/k/a* Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (*f/k/a* Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (*f/k/a* Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (*f/k/a* Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (*f/k/a* GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (*f/k/a* Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (*f/k/a* Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (*f/k/a* British Nursing Association, Inc.), Remedium Group, Inc. (*f/k/a* Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (*f/k/a* Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

The total time expended for preparation of this fee application is 1.50 hours and the corresponding compensation requested is \$487.50.²

PRIOR APPLICATIONS FILED:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
12/05	10/1/05 – 10/31/05	\$13,486.25	\$337.02	Pending	Pending
2/06	11/1/05 – 11/30/05	\$46,587.50 ³	\$57.62	Pending	Pending

B&D PROFESSIONALS⁴

Name of Professional Individual	Position of the Applicant, Number of years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Karl Bourdeau	Principal; Joined Firm 1980; Member of DC Bar since 1978	\$485.00	.75	\$363.75
Pamela D. Marks	Of Counsel; Joined Firm 1997; Member of MD Bar since 1986	\$325.00	16.50	\$5,362.50

Total Fees: \$5,726.25

Total Hours: 17.25

Blended Rate: \$331.96

TASK CODE SUMMARY

Project Category	Total Hours	Total Fees Requested
Litigation and Litigation Consulting	17.25	\$5,726.25

² The actual number of hours expended preparing this Application and the corresponding compensation requested are set forth in Attachment B.

³ The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

⁴ These amounts are the sum total from the invoices attached hereto as Exhibit A (Matter) and Exhibit B (Fee Application Preparation).

EXPENSE SUMMARY⁵

Expense Category	Service Provider (if applicable) ⁶	Total Expense
Long Distance Telephone	Verizon	\$5.76
Duplicating		318.30
Express Delivery	Federal Express	80.93
Lexis/Westlaw Research	Lexis Westlaw	\$824.11
Lexis/Nexis Court Link	Lexis Nexis	79.31

WHEREFORE, Beveridge & Diamond, P.C. respectfully requests that, for the period December 1, 2005 through December 31, 2005, an interim allowance be made to Beveridge & Diamond, P.C. for compensation in the amount of \$5,726.25 and actual and necessary expenses in the amount of \$1,308.41 for a total allowance of \$7,034.66, and payment of \$4,581.00 (80% of the allowed fees) and reimbursement of \$1,308.41 (100% of the allowed expenses) be authorized for a total payment of \$5,889.41, and for such other and further relief as this Court may deem just and proper.

Dated: March 9, 2006

BEVERIDGE & DIAMOND, P.C.



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 Counsel for Debtors and Debtors in Possession

⁵ These amounts are the sum total of the disbursements as shown on the invoices attached hereto as Exhibit A (Matter) and Exhibit B (Fee Application Preparation).

⁶ B&D may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.